

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF NORTH CAROLINA**

Civil Action No. 5:23-cv-00059

CROWN EQUIPMENT CORPORATION Plaintiff, v. DAVID BRADY, WILLIAM TUCKER, JOSEPH BOGGS, BRAWTUS HOLDINGS COMPANY, INC. (f/k/a Pneu-Mech Systems Manufacturing, Inc.), BRAWTUS, MANAGEMENT COMPANY, LLC, PNEU-MECH SYSTEMS MANUFACTURING, LLC (n/k/a Pneu- Mech Dissolution, LLC), PNEU-MECH SYSTEMS MANUFACTURING, INC., UNITED FINISHING SYSTEMS, LLC, Defendants.	DEFENDANT PNEU-MECH SYSTEMS MANUFACTURING, INC. ANSWER AND DEFENSES TO PLAINTIFF’S COMPLAINT
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NOW COMES, DEFENDANT PNEU-MECH SYSTEMS MANUFACTURING, INC,
by and through undersigned counsel, and states its answer and defenses to Plaintiff’s Complaint
as follows.

FIRST DEFENSE
(RULE 12(b)(6) - FAILURE TO STATE A CLAIM)

The Plaintiff’s Complaint fails to state a claim upon which relief should be granted and,
therefore, should be dismissed, pursuant to Rule 12(b)(6) of the North Carolina Rules of Civil
Procedure.

ANSWER TO INDIVIDUAL ALLEGATIONS

1. It is admitted that Plaintiff's complaint relates to it entering into an agreement for an industrial paint and powder coating system. Except as admitted the remaining allegations of this Paragraph are denied for lack of information and knowledge.

2. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

3. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

4. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

5. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

PARTIES

6. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

7. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

8. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

9. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

10. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

11. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

12. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

13. The allegations of Paragraph 13 are admitted.

14. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

JURIDICTION AND VENUE

15. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

16. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

17. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

FACTUAL BACKGROUND

Pneu-Mech 1.0

18. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

19. Generally, it is admitted that historically the defendant entities designed, fabricated, and installed commercial and industrial paint and powder coating systems. Except as admitted the remaining allegations are denied for lack of information and knowledge.

Pneu-Mech 2.0

20. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

21. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

22. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

23. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

24. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

Pneu-Mech 3.0

25. The allegations of this Paragraph are admitted upon information and belief.

26. The allegations of this Paragraph are admitted upon information and belief.

27. The allegations of this Paragraph are admitted upon information and belief.

28. The allegations of this Paragraph are admitted upon information and belief.

29. The allegations of this Paragraph are admitted upon information and belief.

30. The allegations of this Paragraph are admitted upon information and belief.

31. The allegations of this Paragraph are admitted upon information and belief.

32. The allegations of this Paragraph are admitted upon information and belief.

33. The allegations of this Paragraph are admitted upon information and belief.

34. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

35. The allegations of this Paragraph are admitted upon information and belief.

36. The allegations of this Paragraph are admitted upon information and belief.

37. The allegations of this Paragraph are admitted upon information and belief.

38. The allegations of this Paragraph are admitted upon information and belief.

39. The allegations of this Paragraph are admitted upon information and belief.

40. The allegations of this Paragraph are admitted upon information and belief.

41. The allegations of this Paragraph are admitted upon information and belief.

42. The allegations of this Paragraph are admitted upon information and belief.

43. The allegations of this Paragraph are admitted upon information and belief.

44. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

45. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

46. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

47. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

Pneu-Mech 4.0

48. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

49. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

50. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

51. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

52. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

53. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

54. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

55. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

Crown and Pneu-Mech

56. The terms of the documents referenced in Exhibit 2 and 3 of Plaintiff's complaint speak for themselves. The remaining allegations are denied for lack of information of knowledge.

57. The terms of the Warranty cited in this Paragraph speaks for themselves.

58. The terms of the documents referenced in Exhibit 4 of Plaintiff's complaint speak for themselves. The remaining allegations are denied for lack of information of knowledge.

59. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

60. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

61. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

62. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

63. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

64. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

65. The terms of the documents referenced in Exhibit 5 of Plaintiff's complaint speak for themselves. The remaining allegations are denied for lack of information of knowledge.

66. The terms of the documents referenced in Exhibit 6 of Plaintiff's complaint speak for themselves. The remaining allegations are denied for lack of information of knowledge.

67. The terms of the documents referenced in Exhibit 7 of Plaintiff's complaint speak for themselves. The remaining allegations are denied for lack of information of knowledge.

68. The terms of the documents referenced in Exhibit 11 of Plaintiff's complaint speak for themselves. The remaining allegations are denied for lack of information of knowledge.

69. The terms of the documents referenced in Exhibit 12 of Plaintiff's complaint speak for themselves. The remaining allegations are denied for lack of information of knowledge.

70. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

71. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

72. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

73. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

74. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

75. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

76. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

77. It is admitted the document referenced in Exhibit 14 speaks for itself. Except as admitted the remaining allegations are denied for lack of information and knowledge.

78. It is admitted the document referenced in Exhibit 14 speaks for itself. Except as admitted the remaining allegations are denied for lack of information and knowledge.

79. It is admitted the document referenced in Exhibit 14 speaks for itself. Except as admitted the remaining allegations are denied for lack of information and knowledge.

80. It is admitted the document referenced in Exhibit 14 speaks for itself. Except as admitted the remaining allegations are denied for lack of information and knowledge.

81. It is admitted the document referenced in Exhibit 14 speaks for itself. Except as admitted the remaining allegations are denied for lack of information and knowledge.

82. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

83. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

84. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

85. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

Disregard of Corporate Forms

86. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

87. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

88. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

89. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

90. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

91. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

92. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

93. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

94. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

95. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

96. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

97. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

98. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

99. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

100. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

101. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

102. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

103. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

104. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

105. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

COUNT I NEGLIGENCE: PNEU-MECH 2.0 AND 3.0

Re: Property not the Powder Coating System

106. All answers to allegations in Paragraphs 1-105 above are incorporated by reference as if fully set forth below.

107. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

108. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

109. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

110. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

111. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

112. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

COUNT II NEGLIGENCE: PNEU-MECH 2.0 AND 3.0

Re: the Powder Coating System

113. All answers to allegations in Paragraphs 1-112 above are incorporated by reference as if fully set forth below.

114. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

115. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

116. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

117. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

118. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

119. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

COUNT III BREACH OF ENGINEERING CONTRACT: PNEU-MECH

120. All answers to allegations in Paragraphs 1-112 above are incorporated by reference as if fully set forth below.

121. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

122. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

123. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

124. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

COUNT IV BREACH OF FIDUCIARY DUTY: BRADY AND TUCKER

125. All answers to allegations in Paragraphs 1-124 above are incorporated by reference as if fully set forth below.

126. It Is admitted that Brady and Tucker were members of Pneu-Mech 3.0, and declared the note in default. Except as admitted, the remaining allegations are denied for lack of information and knowledge.

127. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

128. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

129. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

130. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

131. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

132. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

133. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

134. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

135. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

136. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

COUNT V BREACH OF FIDUCIARY DUTY: BOGGS

137. All answers to allegations in Paragraphs 1-136 above are incorporated by reference as if fully set forth below.

138. It is admitted and Boggs was CFO during Pneu-Mech 3.0. Except as admitted, the remaining allegations are denied for lack of information and knowledge.

139. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

140. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

141. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

142. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

143. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

144. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

145. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

146. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

147. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

148. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

COUNT VI AIDING AND ABETTING BREACH OF FIDUCIARY DUTY: BOGGS

149. All answers to allegations in Paragraphs 1-148 above are incorporated by reference as if fully set forth below.

150. It is admitted and Boggs was CFO during Pneu-Mech 3.0. Except as admitted, the remaining allegations are denied for lack of information and knowledge.

151. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

152. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

153. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

154. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

155. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

156. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

157. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

158. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

159. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

160. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

COUNT VII FRAUD: PNEU-MECH 3.0

161. All answers to allegations in Paragraphs 1-160 above are incorporated by reference as if fully set forth below.

162. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

163. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

164. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

165. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

166. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

167. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

168. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

169. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

170. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

171. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

172. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

173. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

174. It is admitted that the terms of the document referenced in Exhibit 14 speaks for themselves. Except as admitted the remaining allegations are denied for lack of information and knowledge.

175. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

176. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

177. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

178. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

179. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

180. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

181. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

182. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

COUNT EIGHT SUCCESSOR LIABILITY: PNEU-MECH 3.0

183. All answers to allegations in Paragraphs 1-182 above are incorporated by reference as if fully set forth below.

184. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

185. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

186. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

187. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

188. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

189. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

190. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

191. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

192. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

COUNT NINE SUCCESSOR LIABILITY: PNEU-MECH 4.0

193. All answers to allegations in Paragraphs 1-182 above are incorporated by reference as if fully set forth below.

194. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

195. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

196. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

197. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

198. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

199. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

200. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

201. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

202. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

**COUNT TEN FRAUDULENT TRANSFER: BRADY, TUCKER,
PNEU-MECH 2.0, PNEU-MECH 3.0**

203. All answers to allegations in Paragraphs 1-182 above are incorporated by reference as if fully set forth below.

204. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

205. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

206. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

207. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

208. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

209. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

210. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

211. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

**COUNT ELEVEN FRAUDULENT TRANSFER: BRADY, TUCKER, BRAWTUS
MANAGEMENT, PNEU-MECH 1.0,
PNEU-MECH 2.0, PNEU-MEC 3.0, PNEU-MECH 4.0**

212. All answers to allegations in Paragraphs 1-211 above are incorporated by reference as if fully set forth below.

213. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

214. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

215. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

216. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

217. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

218. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

219. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

220. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

221. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

COUNT TWELVE PIERCING THE CORPORATE VEIL: BRADY AND TUCKER

222. All answers to allegations in Paragraphs 1-221 above are incorporated by reference as if fully set forth below.

223. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

224. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

225. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

226. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

227. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

228. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

229. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

230. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

231. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

232. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

233. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

COUNT THIRTEEN ALTER EGO DOCTRINE: ALL CORPORATE ENTITIES

234. All answers to allegations in Paragraphs 1-221 above are incorporated by reference as if fully set forth below.

235. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

236. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

237. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

238. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

239. This answering Defendant is without sufficient knowledge or information upon which to form a belief as to the truthfulness of the allegations contained in this Paragraph, and therefore, denies the same.

AFFIRMATIVE DEFENSE – FAILURE TO STATE A CLAIM

The Complaint fails to state a claim upon which the Court may grant relief as to United Finishing and should be dismissed, with prejudice.

AFFIRMATIVE DEFENSE – STATUTE OF LIMITATIONS/REPOSE

Some or all of Plaintiff's claims are barred by the applicable statutes of limitations or repose.

AFFIRMATIVE DEFENSE – ECONOMIC LOSS

Some or all of Plaintiff's claims are barred by the doctrine of economic loss.

AFFIRMATIVE DEFENSE – FAILURE TO MITIGATE

Plaintiff is not entitled to any damages from United Finishing, but, to the extent Plaintiff is entitled to damages, such damages should be limited due to Plaintiff's failure to mitigate.

AFFIRMATIVE DEFENSE – N.C. Gen. Stat. § 39-23.8

United Finishing incorporates Section 39-23.8 of the N.C. General Statutes herein by reference and pleads each defense set forth therein to the extent same is applicable or potentially applicable to Plaintiff's claims.

AFFIRMATIVE DEFENSE – COMPARATIVE FAULT

Some or all of Plaintiff's claims are barred pursuant to Section 2315.33 of the Ohio Revised Code, Ohio's comparative fault jurisprudence, or the doctrine of contributory negligence.

AFFIRMATIVE DEFENSE – CONTRIBUTORY NEGLIGENCE

To the extent that Plaintiff's allegations of negligence implicate any act or omission occurring in the state of North Carolina and the North Carolina law of contributory negligence, Defendant pleads contributory negligence as a bar to Plaintiff's right of recovery, if any.

AFFIRMATIVE DEFENSE – LACHES

This claim may be barred in whole or in part by the doctrine of laches.

AFFIRMATIVE DEFENSE – CONTRIBUTION OFFSET

To the extent that Plaintiff has received payments from any source for any of the alleged injuries or damages which are the subject matter of this action, then it is alleged and prayed that this Defendant be provided a statutory or common law set off or credit for such amounts paid to or for the benefit of Plaintiff by any individual, entity, insurer, guarantor or surety, that has or may pay Plaintiff for alleged injuries or damages pled in this Action.

AFFIRMATIVE DEFENSE – INTERVENING NEGLIGENCE

If it is determined that this answering Defendant was negligent, as alleged in the Plaintiffs Complaint or otherwise, which has been and is once again expressly denied, then it is alleged, based on the allegations of Plaintiff's complaint, that other parties were negligent in design, implementation, supervision, oversight, and corporate management of this Defendant, and such conduct was the proximate cause of the injuries and damages of which Plaintiff complains. Such negligence of other parties was the intervening negligence and intervening cause of damages and insulated this Defendant from Plaintiff's complaints of actionable negligence against it, and therefore, acts as a bar to Plaintiff's right of recovery from this Defendant.

AFFIRMATIVE DEFENSE – AGENCY RELATIONSHIP

This Defendant alleges and asserts that if any of Plaintiff's allegations against other Defendants are proven to be true, then those acts were not performed within the course and scope of Defendant's duties and responsibilities on behalf of Pneu-Mech 3.0, and therefore, this Defendant denies an agency relationship with other Defendants as it pertains to any acts Plaintiff has alleged against other Defendants in this action.

AFFIRMATIVE DEFENSE – RESERVATION

This Defendant reserves the right to assert any additional and further defenses in conformance with evidence at trial as revealed throughout discovery in this matter, including but not limited to counterclaims, crossclaims, or third-party claims, in law or equity, in contract or tort, and in indemnity or contribution.

WHEREFORE, having fully answered the Plaintiff's Complaint, this Defendant prays the Court as follows:

1. That Plaintiff have and recover nothing of this answering Defendant in this action, and that this action be dismissed;
2. That all issues of fact be tried before a jury;
3. That the costs of this action be taxed against Plaintiff; and
4. For such other and further relief as the Court may deem just and proper.

THIS THE 1ST DAY OF SEPTEMBER, 2023.

**HEDRICK GARDNER KINCHELOE &
GAROFALO LLP**

**By: /s/ Gerald A. Stein
GERALD A. STEIN
NC State Bar No. 36408
Attorney for Defendant Pneu-Mech
Systems Manufacturing, Inc.
4201 Congress St, Suite 300
Charlotte, NC 28209
704-319-5464**

**/s/ Austin Walsh
AUSTIN WALSH
Attorney for Defendant Pneu-Mech
Systems Manufacturing, Inc.
4201 Congress St, Suite 300
Charlotte, NC 28209
704-319-5464**

CERTIFICATE OF SERVICE

I hereby certify that on September 1, 2023, I electronically filed the foregoing *Defendant Pneu-Mech Systems Manufacturing, Inc.'s Answer and Defenses to Plaintiff's Complaint* with the Clerk of Court using the CM/ECF system, which will send notification of filing to the following counsel of record:

Fred M. Wood Jr.
Evan M. Sauda
David Blue
NELSON MULLINS RILEY & SCARBOROUGH, LLP
301 South College Street, 23rd Floor
Charlotte, NC 28202
Email: fred.wood@nelsonmullins.com
evan.sauda@nelsonmullins.com
david.blue@nelsonmullins.com
Fax: 704-377-4814
Attorneys for Plaintiff

Toby K. Henderson
Joanna W. Gisell
SEBALY SHILLITO + DYER
40 North Main Street
1900 Stratacache Tower
Dayton, OH 45423
Email: thenderson@ssdlaw.com
jgisell@ssdlaw.com
Fax: 937-222-6554
Attorneys for Plaintiff - Pro Hac Vice Forthcoming

Bo Caudill
VILLMER CAUDILL, PLLC
P.O. Box 18186
Charlotte, NC 28218
Email: bocaudill@villmercaudill.com
Fax: 704-705-8191
Attorney for United Finishing Systems, LLC

This the 1st day of September, 2023.

/s/ Gerald A. Stein

GERALD A. STEIN

NC State Bar No. 36408